

CRISTINA M. WAGNER MASTROBUONO, *FCI Arb*

cristina@mastrobuono.com.br

Tel: +55 11 99651 2117

Cristina M. Wagner Mastrobuono is a lawyer, acting currently as arbitrator in disputes arising from complex contracts, including those under concession and PPP model.

After serving the Legal Department of the State of São Paulo for 27 years, she opened in 2020 her private practice to act in arbitration exclusively as an independent arbitrator. Since then, she has been appointed as coarbitrator and chair in disputes related to contracts involving construction, energy sector, road concessions, subways, real estate operations and corporate issues arising in private and state-owned companies, before ICC, CAM-CCBC, CAM/B3, CAMARB, CIESP/FIESP, and AMCHAM.

Cristina is a certified *Fellow* by the Chartered Institute of Arbitrators – Ciarb and is currently the chair of Ciarb Brazil Branch. She is listed at CAM/B3, CAM-CCBC, CIESP/FIESP, CAMARB, CBMA, ARBITAC, Shanghai Arbitration Commission – SAC and Court of Arbitration for Art – CafA, and VIAC.

Her career as an independent arbitrator has been highly distinguished. She has been acting in complex disputes involving, among others:

- Federal highway concession agreements;
- A dispute between the State of Bahia and a concessionaire under the PPP contract for the Salvador Metro system (Bahia), Brazil;
- Was appointed as Emergency Arbitrator in a case concerning alleged contractual breach under the PPP contract for the operation of the Aparados da Serra National Park;
- A telecommunications concession dispute between the Brazilian National Telecommunications Agency (ANATEL) and the Oi Group;
- A dispute involving an oil extraction company (confidential);
- Supply of equipment for electric power generation, including wind energy projects, under contracts regulated by a federal regulatory agency;
- Construction contracts for electric power transmission lines;
- A public lighting concession contract with a municipality in the State of Espírito Santo, Brazil; and
- A dispute involving a PPP for urban redevelopment in the City of Rio de Janeiro, Brazil.

1. Education

1985 – Bachelor of Laws (LLB), University of São Paulo, Brazil

1996 – Master of Laws (LLM), University of Chicago, USA

2006 – Post Graduation in Corporate Law, Fundação Getúlio Vargas, São Paulo, Brazil

2018 – International Commercial Arbitration, Columbia University, USA

2. Professional Experience

2020 - present: **crisrina mastrobuono adv**

Founder, arbitrator

- acting as arbitrator in the construction and energy sector and financial contracts before CCI, CAM-CCBC, CIESP/FIESP and CAM/B3
- International Development Bank - IDB external consultant on a project involving the development of new financial products to foster innovation in the State of São Paulo
- Chair of a Dispute Board in a subway concession contract (Lines 8-9 in São Paulo)

1993 - 2020: **Legal Counsel, State Attorney's Office of São Paulo, Brazil (*Procuradoria Geral do Estado de São Paulo – PGE-SP*)**

- 2019: Deputy Attorney General (Procurador Geral do Estado Adjunto)
- 2015-2018: Head of the Advisory Department
- 2011-2015: Advisor to the Chief Legal Officer, Head of the Steering Committee for the State's companies and foundations
- 2007-2010: Legal Advisor, Department of Finance/Treasury Office
- 2003-2006: Advisor to the Chief Legal Officer
- 1993-2002: State Solicitor Office, Finance & Taxation Practice

1984 to 1987: **Associate, Florence & Advogados, São Paulo, Brazil (*Private Practice*)**

Legal counsel to German companies active in Brazil, with focus on corporate practice.

3. Experience Highlights

Infrastructure & PPPs (Public-Private Partnerships)

- Led the State Attorney's Office legal team in several State PPP projects in urban mobility, transportation, health, sanitation, public safety, education, digital innovation, and housing

(“Linha 6”, “Linha 18”, “SIM-Baixada”, “FURP”, “Hospitais”, “Habitação”, “Tamoios”, as well as not finalized projects “Prisões”, “Reservatórios”, “Certificação Digital” and “Pátios”);

- Member of the PPPs Council and Privatization Committee of the State of Sao Paulo and of the State of São Paulo’s PPP Monitoring Commission, overseeing implementation and execution of PPP contracts.
- Approved legal opinions analyzing economic and financial rebalancing/restructuring of concession contracts, involving State Regulatory Agencies.

Corporate & M&A

- State representative at General Meetings of public owned companies like CESP, EMAE and SABESP;
- Defended the State in sanction proceedings before the Brazilian Securities and Exchange Commission (CVM);
- Integrated working group for the M&A transaction for the sale of State-owned energy company CESP to a Joint Venture between Votorantim Energia and Canadian Pension Plan Investment Board (CPPIB);
- Member of the committee in charge of analyzing the corporate restructuring project involving the state-owned water company (SABESP), with the establishment of a holding.

Financial & Economic

- Integrated working group in loan negotiations with international financial institutions (BIRD, BID, JBIC) and national banks (BNDES, Caixa Econômica Federal, Banco do Brasil) for strategic infrastructure projects on behalf of the State of Sao Paulo and issued legal opinions.
- Integrated working group alongside the National Treasury Secretary and the Federal Administration’s Arbitration and Mediation Chamber working on solutions to settle disputes between Federal and State Governments.
- Structuring and tendering of contracts for the assignment of receivables and real estate investment fund.

Arbitration

- Oversaw the State of São Paulo’s first arbitration proceedings, in disputes involving subway (Metro) under ICC and CAM-CCBC rules.
- Defined and implemented rules for arbitration chambers and arbitrators for all State’s procurement contracts.
- Lead the drawing of the first arbitration agreement to be used in long term contracts of the State of São Paulo.

4. Publications

Book: *State-Owned Enterprises: Legal Regime and Practical Experience under Federal Law No. 13,303/2016*. Cristina M. Wagner Mastrobuono, Bruno Lopes Megna, and Mario Engler Pinto Jr. (eds.). São Paulo, SP: Almedina, 2022.

Article: "Transfer of Resources between the Controlling Shareholder and State-Owned Enterprises," co-authored with Carlos Eduardo Teixeira Braga, in *State-Owned Enterprises: Legal Regime and Practical Experience under Federal Law No. 13,303/2016*. Cristina M. Wagner Mastrobuono, Bruno Lopes Megna, and Mario Engler Pinto Jr. (eds.). São Paulo, SP: Almedina, 2022.

Article: "Privatizations, Minority Shareholdings, and Subsidiaries," co-authored with Cláudia Polto da Cunha, in *State-Owned Enterprises: Legal Regime and Practical Experience under Federal Law No. 13,303/2016*. Cristina M. Wagner Mastrobuono, Bruno Lopes Megna, and Mario Engler Pinto Jr. (eds.). São Paulo, SP: Almedina, 2022.

Article: "The regulation of the participation of the State of São Paulo in arbitrations", in co-authorship with Bruno Lopes Megna. In WALD, Arnoldo, and LEMES, Selma (coords.): 25 years of the Arbitration Act (1996-2021): history, legislation, doctrine and jurisprudence. Sao Paulo : Thompson Reuters Brazil, 2021. p. 99-118.

Article: "The dialogue of the New Law of Bidding and Engineering Contracts: some notes". In: Public works and engineering services in the New Law of Bids and Contracts. Rio de Janeiro : Ed. Lumen Juris, 2021. p.19-28.

Article: "The development of the use of arbitration in infrastructure contracts: practical issues faced by the State of São Paulo", TAFUR, Diego Jacome Valois; JURKSAITIS, Guilherme Jardim; ISSA, Rafael Hamze (coords.), *Practical Experience in Concessions and PPP: Studies in honor of the 25th anniversary of the Concessions Law. Vol I - Structuring and Arbitration*. São Paulo: Latin Quarter, 2021. p.351-376

Article: "Justice: thinking artificial intelligence", co-authored with Ronaldo G. Gallo. In: NASCIMBENI, Asdrubal Franco; BERTASI, Maria Odete Duque; RANZOLIN, Ricardo B. (coord.). *Mediation and Arbitration Themes V*. São Paulo : LEX Editora, 2021. -. 83 – 104

Article: "The choice of the arbitration chamber in disputes with the public administration". In: DOURADO, Ruy Janoni; VAUGHN, Gustavo Favero; BARROS, Vera Cecilia Monteiro de; NASCIMBENI, Asdrubal Franco (coord.). *Current events of commercial arbitration: studies of the members of the Arbitration Committee and the Coordination Committee of the Mediation, Conciliation and Arbitration Chamber of the OAB/SP*. São Paulo: Latin Quarter, 2021. p. 89 - 108

Article: “Independence and Impartiality of Experts and the Role of Arbitral Institutions: A Brazilian and an International View”, YAR – Young Arbitration Review, year 9, Ed. 39, Oct/2020, p.32-35

Article: "Research: Rules of Impartiality and Independence in the Production of Evidence in Arbitrations", Revista Brasileira de Arbitrage RBA 67, Jul-Sep/2020, p. 32-77

Book: Parcerias Público Privadas vol II. Cristina Margarete Wagner Mastrobuono, (org.) – Revista da Procuradoria Geral do Estado de São Paulo, n. 89, jan-jul./2019

Book: Parcerias Público Privadas. Cristina Margarete Wagner Mastrobuono, Mariângela Sarrubbo Fragata, organizors – São Paulo : Imprensa Oficial do Estado de São Paulo – CPGE – Centro de Estudos da Procuradoria Geral do Estado : 2014

Article: “A revisão ordinária nos contratos de concessão e parcerias público privadas” (Ordinary revision in concession and public private partnership contracts), Revista da Procuradoria Geral do Estado “Parcerias Público Privadas vol II”, n. 89, jan-jul./2019, p. 41-64

Article: “A escolha da câmara de arbitragem pela Administração Pública” (The choice of the arbitration chamber by the Public Administration), with André Rodrigues Junqueira - Revista de Arbitragem e Mediação – Ano 13 . vol. 48 . jan-mar./2016

Article: “A Parceria na Relação Público-Privada” (The partnership in public-private relations), in Novos rumos para a infraestrutura eficiência, inovação e desenvolvimento/ Ricardo Sennes ... (et.al.).—São Paulo : Lex Editora, 2014

5. Memberships/Board/Groups

Brazilian Bar Association (OAB)

Comitê Brasileiro de Arbitragem (CBar)

Instituto Brasileiro do Direito da Construção (IBDiC) - Board

Fellow of the Chartered Institute of Arbitrators – FCI Arb

Chair of CI Arb Brazil Branch

Infracommunity Brazil/IWB – Member of the Advisory Committee

AmCham – Board member of the arbitration center

Working Group DIS-CAM-CCBC – co-chair of Brazil

6. Languages

Portuguese (native), English (fluent), German (fluent), Spanish (comprehends).

Brazilian and German citizenship.

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